

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MINNESOTA**

In re:

BKY Case No.: 08-46367

ARC Venture Holding, Inc., et al.,

Chapter 7

(Jointly Administered)

Debtors.¹

**STIPULATION REGARDING THE ADMINISTRATIVE CLAIM OF DIRECTORY
ADVERTISING SPECIALISTS dba DAS GROUP, INC.**

This Stipulation is by and between Brian F. Leonard, as the Chapter 7 Trustee of these jointly administered cases ("Trustee"), and Directory Advertising Specialists, Inc. d/b/a DAS Group, Inc. ("DAS Group").

WHEREAS, DAS Group filed a Motion to Approve Administrative Expense Claim on April 15, 2009, seeking an order approving an administrative expense in the amount of \$80,292.24 for accrued but unpaid payments due under certain Contracts for the period beginning on the petition date of December 12, 2008 and March 26, 2009.

WHEREAS, Hyundai Motor Finance Company, another creditor asserting administrative claims, and the Debtor-in Possession filed Objections to DAS Group's Motion.

WHEREAS, the Chapter 11 proceeding was converted to a Chapter 7 proceeding before DAS Group's Motion could be heard.

¹ Jointly administered estates of the following Debtors: ARC Venture Holding, Inc., Case No. 08-46367; Southwest-Tex Leasing Co., Inc., d/b/a Advantage, Case No. 08-46368; Advantage Rent-A-Car, Inc., Case No. 08-46369; Coast Leasing Corp., Case No. 08-46370; Floral Leasing Corp., Case No. 08-46371; Iliad Leasing Corp., Case No. 08-46372; Miso Leasing Corp., Case No. 08-46373; Nugget Leasing Corp., Case No. 08-46374; Okra Leasing Corp., Case No. 08-46375; Rainier Leasing Corp., Case No. 08-46376; San Antonio Rental & Leasing Co., Inc.; Case No. 08-46377; Steamboat Springs Rental and Leasing Co., Inc., Case No. 08-46379; Sun Leasing Corporation, Case No. 08-46380; Tradewinds U-Drive, Inc., Case No. 08-46383 Ute Leasing Corporation, Case No. 08-46384; Advantage Licensing LLC, Case No. 09-40394.

WHEREAS, DAS Group, Hyundai Motor Finance Company and the Trustee have reached a resolution of all matters pertaining to the Motion to Approve Administrative Expense Claim.

NOW, THEREFORE, it is hereby agreed as follows:

1. Directory Advertising Specialists, Inc. d/b/a DAS Group, Inc. has a valid administrative claim in the amount of \$40,115.01 reflecting services provided during the Chapter 11 proceeding;
2. Payment of the administrative claim of Directory Advertising Specialists, Inc. d/b/a DAS Group, Inc. will be made by the Trustee in the future in the normal course of administration of these bankruptcy estates, without any priority over other administrative claims, and to share pro rata with other administrative claims; and
3. This Stipulation will be filed and is subject to, and effective upon, approval by the Bankruptcy Court.

**LEONARD, O'BRIEN, SPENCER,
GALE & SAYRE, LTD.**

Dated: October 19, 2009

By: /e/ Andrea M. Hauser
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FOLEY & MANSFIELD, PLLP

Dated: October ___, 2009

By: _____
Jeffrey D. Klobucar, #_____
250 Marquette Avenue
Suite 1200
Minneapolis, MN 55402
(612) 338-8788

WHEREAS, DAS Group, Hyundai Motor Finance Company and the Trustee have reached a resolution of all matters pertaining to the Motion to Approve Administrative Expense Claim.

NOW, THEREFORE, it is hereby agreed as follows:

1. Directory Advertising Specialists, Inc. d/b/a DAS Group, Inc. has a valid administrative claim in the amount of \$40,115.01 reflecting services provided during the Chapter 11 proceeding;
2. Payment of the administrative claim of Directory Advertising Specialists, Inc. d/b/a DAS Group, Inc. will be made by the Trustee in the future in the normal course of administration of these bankruptcy estates, without any priority over other administrative claims, and to share pro rata with other administrative claims; and
3. This Stipulation will be filed and is subject to, and effective upon, approval by the Bankruptcy Court.

**LEONARD, O'BRIEN, SPENCER,
GALE & SAYRE, LTD.**

Dated: October , 2009

By: _____
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Dated: October 15, 2009

FOLEY & MANSFIELD, PLLP

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Dated: October 16, 2009

FAFINSKI, MARK & JOHNSON, P.A.

By:



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DISTRICT OF MINNESOTA**

In re:

BKY Case No.: 08-46367

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Debtors.¹

Chapter 7
(Jointly Administered)

ORDER

A Stipulation executed by Directory Advertising Specialists, Inc. d/b/a DAS Group, Inc., Hyundai Motor Finance Company, and the Chapter 7 Trustee has been filed in this case (the "Stipulation").

Based upon all of the files and proceedings in this case, and the Court being fully advised in the premises, it is hereby

ORDERED, that the Stipulation is hereby approved.

Dated: _____, 2009

Nancy C. Dreher
Chief U.S. Bankruptcy Court Judge

410953

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